

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MASSACHUSETTS**

IN RE PHARMACEUTICAL INDUSTRY
AVERAGE WHOLESALE PRICE LITIGATION

MDL No. 1456

THIS DOCUMENT RELATES TO:
TRACK TWO SETTLEMENT

CIVIL ACTION: 01-CV-12257-PBS
Judge Patti B. Saris

PLAINTIFFS' MOTION FOR LEAVE TO FILE UNDER SEAL

Plaintiffs, by their attorneys, respectfully move this Court for leave to file under seal Exhibits 2 and 4 to the Declaration of Steve W. Berman in Support of Lead Class Counsel's Opposition to the Williams Motion to Modify Lead Counsel's Allocation of Fees to Include Time and Expense Incurred in State Court Actions ("Berman Declaration").

The foregoing exhibits are comprised of excerpts of time sheets provided by Kline & Specter to Lead Class Counsel. The time entries contain description of work done and, therefore, comprise work product that should not be publicly disclosed.

WHEREFORE, Plaintiffs respectfully request that this Court grant them leave to file Exhibits 2 and 4 to the Berman Declaration under seal.

DATED: December 1, 2011.

By /s/ Steve W. Berman
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CERTIFICATE OF SERVICE

I hereby certify that I, Steve W. Berman, an attorney, caused a true and correct copy of the foregoing **PLAINTIFFS' MOTION FOR LEAVE TO FILED UNDER SEAL** be delivered to all counsel of record by electronic service pursuant to Paragraph 11 of the Case Management Order No. 2, by sending on December 1, 2011, a copy to LexisNexis File and Serve for Posting and notification to all parties.

By _____/s/ Steve W. Berman
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